

154117

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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STATE
CORPORATIONS
DIVISION
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 954613 80457A

AUTHORIZATION :

COST LIMIT : \$ 68.75

Patricia P. Pitt

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03 MAR 15 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 5, 2003

ORDER TIME : 3:37 PM

ORDER NO. : 954613-005

CUSTOMER NO: 80457A

CUSTOMER: Random R. Burnett, Esq
Black, Sims, Burnett And
3rd Floor
501 North Grandview Avenue
Daytona Beach, FL 32118

ARTICLES OF MERGER

BRU LEASING, LLC

INTO

NATIONAL ASSOCIATION FOR STOCK
CAR AUTO RACING, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ PLAIN STAMPED COPY

XX _____ CERTIFICATE OF RE-NAME WITH GOODSTANDING LANGUAGE.

CONTACT PERSON: Ginger Simmons

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 6, 2003

GINGER SIMMONS
CSC
TALLAHASSEE, FL

SUBJECT: NATIONAL ASSOCIATION FOR STOCK CAR AUTO RACING, INC.
Ref. Number: 154117

We have received your document for NATIONAL ASSOCIATION FOR STOCK CAR AUTO RACING, INC. and the authorization to debit your account in the amount of \$68.75. However, the document has not been filed and is being returned for the following:

This merger CANNOT have an effective date which is prior to the filing date.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 503A00014239

RESUBMIT

Please give original
submission date as file date.

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

03 MAR - 6 PM 4: 30

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF MERGER
Merger Sheet

FILED
03 MAR -5 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MERGING:

BRU LEASING, LLC (L01000011562) A FLORIDA LIMITED LIABILITY
COMPANY

INTO

NATIONAL ASSOCIATION FOR STOCK CAR AUTO RACING, INC., a Florida
entity, 154117

File date: March 5, 2003

Corporate Specialist: Buck Kohr

Account number: 072100000032

Amount charged: 68.75

ARTICLES OF MERGER
OF
NATIONAL ASSOCIATION FOR STOCK CAR AUTO RACING, INC.
AND
BRU LEASING, LLC

03 MAR 2003
FILED
L01000011562

The undersigned, NATIONAL ASSOCIATION FOR STOCK CAR AUTO RACING, INC., a Florida corporation, and BRU LEASING, LLC, a Florida limited liability company, execute and deliver to the Florida Department of State for filing, these Articles of Merger, and state:

1. National Association for Stock Car Auto Racing, Inc., is a Florida corporation filed under document number 154117 and shall be referred to herein as "NASCAR".
2. BRU Leasing, LLC, is a Florida limited liability company and is filed under document number L01000011562 and shall be referred to herein as "BRU".
3. The sole asset of BRU is a vessel named "FIVE HUNDRED" documented with the United States Coast Guard under Certificate of Documentation Official Number 1116908 issued on August 9, 2001, HIN: BERU6001B102 which shall be referred to herein as the "Vessel".
4. Effective March 5, 2003, NASCAR and BRU shall merge and NASCAR shall be the surviving entity following such merger. NASCAR and BRU intend that title to the Vessel shall be vested in NASCAR upon the effective date of the merger. NASCAR owns all of the membership interest in BRU and the Vessel is being exchanged for such membership interest as described in Section 607.1108(3)(c), Florida Statutes.
5. The Plan of Merger was approved by NASCAR in accordance with the applicable provisions of Chapter 607.
6. The Plan of Merger was approved by BRU in accordance with the applicable provisions of Chapter 608.

EXECUTED this 1st day of March, 2003.

NATIONAL ASSOCIATION FOR
STOCK CAR AUTO RACING, INC.
a Florida corporation

BRU LEASING, LLC, a Florida
limited liability company, by
NATIONAL ASSOCIATION FOR
STOCK CAR AUTO RACING,
INC., a Florida corporation, its
sole member

By: 
Thomas M. Bledsoe, Treasurer

By: 
Thomas M. Bledsoe, Treasurer


BRU LEASING, LLC, RECORD OF ACTION
WITHOUT A MEETING

The undersigned sole member of BRU Leasing, LLC, a Florida limited liability company pursuant to the applicable terms of Chapter 608 and Section 607.1108, Florida Statutes, hereby adopts the following resolution in lieu of a formal meeting effective March 1, 2003:

RESOLVED, that the sole member of BRU Leasing, LLC, a Florida limited liability company, hereby determines that the vessel "FIVE HUNDRED", Official Number 1116908, an asset of said LLC is now transferred to National Association for Stock Car Auto Racing, Inc., a Florida corporation.

Executed effective the 1st day of March, 2003.

BRU LEASING, LLC, a Florida limited liability company, by NATIONAL ASSOCIATION FOR STOCK CAR AUTO RACING, INC., a Florida corporation, its sole member

By: 
Thomas M. Bledsoe, Treasurer

FILED
MAR 5 PM 2:37
TALLAHASSEE, FLORIDA

PLAN OF MERGER
OF
NATIONAL ASSOCIATION FOR STOCK CAR AUTO RACING, INC.
AND
BRU LEASING, LLC

Pursuant to Section 607.1108, the undersigned the undersigned National Association for Stock Car Auto Racing, Inc., a Florida corporation and BRU Leasing, LLC, a Florida limited liability company, adopt this Plan of Merger and state:

1. National Association for Stock Car Auto Racing, Inc. is a Florida corporation filed under document number 154117 and shall be referred to herein as "NASCAR".
2. BRU Leasing, LLC, is a Florida limited liability company and is filed under document number L01000011562 and shall be referred to herein as "BRU".
3. The sole asset of BRU is a vessel named "FIVE HUNDRED" documented with the United States Coast Guard under Certificate of Documentation Official Number 1116908 issued on August 9, 2001, HIN: BERU6001B102 which shall be referred to herein as the "Vessel".
4. Effective March 5, 2003, NASCAR and BRU shall merge and NASCAR shall be the surviving entity following such merger. NASCAR and BRU intend that title to the Vessel shall be vested in NASCAR upon the effective date of the merger. NASCAR owns all of the membership interest in BRU and the Vessel is being exchanged for such membership interest as described in Section 607.1108(3)(c), Florida Statutes.

EXECUTED this 1st day of March, 2003.

NATIONAL ASSOCIATION FOR STOCK
CAR AUTO RACING, INC. a Florida
corporation

By: 
Thomas M. Bledsoe, Treasurer

BRU LEASING, LLC, a Florida
limited liability company, by NATIONAL
ASSOCIATION FOR STOCK CAR AUTO
RACING, INC., a Florida corporation, its
sole member

By: 
Thomas M. Bledsoe, Treasurer